

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re:

WINC, INC., *et al.*,¹

Debtors.

Chapter 11

Case No. 22-11238 (LSS)

(Jointly Administered)

Re: Docket Nos. 7 & 35

**CERTIFICATION OF COUNSEL REGARDING PROPOSED FINAL ORDER
(I) PROHIBITING UTILITY COMPANIES FROM ALTERING, REFUSING, OR
DISCONTINUING UTILITY SERVICES, (II) DEEMING UTILITY COMPANIES
ADEQUATELY ASSURED OF FUTURE PAYMENT, (III) ESTABLISHING
PROCEDURES FOR DETERMINING ADDITIONAL ADEQUATE ASSURANCE OF
PAYMENT, AND (IV) GRANTING RELATED RELIEF**

On December 2, 2022, the above-captioned debtors and debtors in possession (collectively, the “Debtors”) filed the *Debtors’ Motion for Entry of Interim and Final Orders (I) Prohibiting Utility Companies from Altering, Refusing, or Discontinuing Utility Services, (II) Deeming Utility Companies Adequately Assured of Future Payment, (III) Establishing Procedures for Determining Additional Adequate Assurance of Payment, and (IV) Granting Related Relief, Including Setting a Final Hearing Related Thereto* [Docket No. 7] (the “Motion”).

On December 6, 2022, the United States Bankruptcy Court for the District of Delaware (the “Court”) held a hearing (the “Hearing”) to consider, among other things, the relief requested by the Motion on an interim basis. Subsequent to the Hearing, the Court entered an order [Docket No. 35] (the “Interim Order”) granting the Motion on an interim basis. Pursuant to the Interim Order, responses to the entry of the proposed final form of order (the “Proposed Final Order”) attached to the Motion were to be filed and served no later than 4:00 p.m. (ET) on December 30, 2022 (the “Objection Deadline”).

¹ The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: Winc, Inc. (8960); BWSC, LLC (0899); and Winc Lost Poet, LLC (N/A). The Debtors’ mailing address for purposes of these chapter 11 cases is 12405 Venice Boulevard, Box #1, Los Angeles, CA 90066.

Prior to the Objection Deadline, the Debtors received informal comments from Waste Management, Inc. As a result of discussions between the Debtors and Waste Management, Inc., such comments have been resolved as reflected in the revised Proposed Final Order attached hereto as **Exhibit A** (the “Revised Proposed Final Order”). For the convenience of the Court and interested parties, a blackline comparing the Revised Proposed Final Order to the Proposed Final Order is attached hereto as **Exhibit B**. No other responses were received by the Debtors.

The Debtors submit that the Revised Proposed Final Order is appropriate and consistent with the relief requested in the Motion and their discussions with Waste Management, Inc., and that Waste Management, Inc. does not object to entry of the Revised Proposed Final Order. Accordingly, the Debtors respectfully request that the Court enter the Revised Proposed Final Order at its earliest convenience without further notice or hearing.

Dated: January 3, 2023
Wilmington, Delaware

YOUNG CONAWAY STARGATT & TAYLOR, LLP

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*Proposed Counsel to the Debtors and
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